$\Box$ 

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burde	en							
hours per response:	0.5							

1. Name and Add	1 5	Person*	2. Issuer Name and Ticker or Trading Symbol Goosehead Insurance, Inc. [GSHD]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Jones Mark	<u>Evan</u>			X	Director	Х	10% Owner		
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)	- x	Officer (give title below)	X	Other (specify below)		
C/O GOOSEH	EAD INSURA	NCE, INC.	10/01/2019	CEO / Member of 10% owner group					
1500 SOLANA BLVD., BUILDING 4, STE 4500									
(Street)			- 4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group	Filing (	Check Applicable		
WESTLAKE	ТХ	76262		X	Form filed by One	Repor	ting Person		
(City)	(State)	(Zip)	-		Form filed by More Person	e than (	One Reporting		

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)		4. Securities Disposed Of	Acquired (D) (Insti	1 (A) or . 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)	
Class A Common Stock	10/01/2019		s		13,352	D	\$44.47(1)	734,929	I	By Mark and Robyn Jones Descendants Trust 2014	
Class A Common Stock	10/01/2019		s		23,967	D	\$45.29 <sup>(2)</sup>	710,962	I	By Mark and Robyn Jones Descendants Trust 2014	
Class A Common Stock	10/01/2019		S		9,502	D	\$46.33 <sup>(3)</sup>	701,460	I	By Mark and Robyn Jones Descendants Trust 2014	
Class A Common Stock	10/01/2019		S		6,473	D	\$47.14 <sup>(4)</sup>	694,987	I	By Mark and Robyn Jones Descendants Trust 2014	
Class A Common Stock	10/01/2019		S		3,102	D	\$48.44 <sup>(5)</sup>	691,885	I	By Mark and Robyn Jones Descendants Trust 2014	
Class A Common Stock	10/01/2019		S		400	D	\$49.35 <sup>(6)</sup>	691,485	I	By Mark and Robyn Jones Descendants Trust 2014	
Class A Common Stock <sup>(7)</sup>								735,801	D		

 
 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
---	---	--	---	---	---	--	---	---	--	--	--

		Ta	ble II - Deriva (e.g., p					ired, Disp options, o			or	r			
			(0.9., P	uto, e	uno,	<u>l'an</u>	pinto,	Date	Expiration		of				
1. Title of	2.	3. Transaction	3A. Deemed	C.ode	v	(6A)Nu	m(1DB))r	6xDectiesEbakero		7 itTetle	aSollolares	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date,	Transa	tction	of		Expiration Da	ate	Amour	t of	Derivative	derivative	Ownership	of Indirect
Esectantation	of Electropicals	e(Month/Day/Year)	if any	Code (	Instr.	Deriv	ative	(Month/Day/)	(ear)	Securit	ies	Security	Securities	Form:	Beneficial
(Instr. 3)	Price of Col	1mn 4 is a weighted a	(Month/Day/Year)	<b>8)</b>	oro cold	Secu		neactions at pr	icos ranging fi	Underl	ving \$14.8	(Instr. 5)	Beneficially	Direct (D)	Ownership
the issues on	Derivative	iiiiii 4 is a weigineu a	staff of the Commitie	a and Ta	cie solu	Acqu (A) 0	ired "	ansactions at pr	ull informatio	Derivat	ive		Owned .	or indirect	(Instr. 4)
line isouer, un	Security	ci of the looder, of the	staff of the Securitie	S difú EX	challge	(A) 01	µ551011,	upon request, f	un mormatio	Securit	y (instr. 3	ber of shares s	source ar each separa	"(I) (ihstř. 4)	n the range set
forth in this f	ootnote to this	Form 4.				Dispo	osed			and 4)			Reported		
2 The price r	oported in Colu	ump 4 is a twoighted a	worago prico. Those o	haroc to	oro cold	of (D)	tiple tre	neactions at pr	icoc ranging f	com \$11		inclusive T	Transaction(s)	n undortalios i	to provide to

12. The price reported in Column 4 is a weighted average price. These shares were sold in the issuer, any security holder of the issuer, or the staff of the Securities and Exchange (Institution, upon request, full information regarding the number of shares solves) within the range set and 5 forth in this footnote to this Form 4. The price reported in ( forth in this footnote to this Form 4.

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$45.86 to \$46.86, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$46.87 to \$47.87, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the output of shares sold at each separate price within the range set forth in this footnote to this Form 4. or

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$47.9 Wrow.91, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upatterenest, full Katuange on the issuer of shares sold at each separate price within the range set forth in this footnote to this Form 4. forth in this footnote to this Form 4.

6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$49.15 to \$49.65, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

7. This does not reflect shares directly held by the reporting person's spouse, who is independently a reporting person of the issuer.

## **Remarks:**

The sales reported were effected pursuant to a Rule 10b5-1 trading plan adopted by the Mark and Robyn Jones Descendants Trust 2014.

/s/ P. Ryan Langston, as Attorney-in-Fact for Mark **Evan Jones** 

10/03/2019

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.